

United States Bankruptcy Court
Northern District of Illinois

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): Lincoln Square Group, LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):											
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):											
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) 42-1631992		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)											
Street Address of Debtor (No. and Street, City, and State): 27 Stonehill Road Unit D Oswego, IL		Street Address of Joint Debtor (No. and Street, City, and State):											
ZIP Code 60543		ZIP Code											
County of Residence or of the Principal Place of Business: Kendall		County of Residence or of the Principal Place of Business:											
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):											
ZIP Code		ZIP Code											
Location of Principal Assets of Business Debtor (if different from street address above):													
Type of Debtor (Form of Organization) (Check one box)	Nature of Business (Check one box)	Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)											
		<input type="checkbox"/> Health Care Business	<input type="checkbox"/> Chapter 7										
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i>	<input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B)	<input type="checkbox"/> Chapter 9	<input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding										
<input checked="" type="checkbox"/> Corporation (includes LLC and LLP)	<input type="checkbox"/> Railroad	<input type="checkbox"/> Chapter 11	<input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding										
<input type="checkbox"/> Partnership	<input type="checkbox"/> Stockbroker	<input type="checkbox"/> Chapter 12											
<input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)	<input type="checkbox"/> Commodity Broker	<input type="checkbox"/> Chapter 13											
<input type="checkbox"/> Clearing Bank	<input type="checkbox"/> Other												
Tax-Exempt Entity (Check box, if applicable)		Nature of Debts (Check one box)											
<input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose."	<input checked="" type="checkbox"/> Debts are primarily business debts.										
Filing Fee (Check one box)		Chapter 11 Debtors											
<input checked="" type="checkbox"/> Full Filing Fee attached		Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).											
<input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A.		Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000.											
<input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).											
Statistical/Administrative Information *** Paul M. Bach 06209530 ***													
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.													
THIS SPACE IS FOR COURT USE ONLY													
Estimated Number of Creditors <table border="0"> <tr> <td><input checked="" type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> OVER 100,000</td> </tr> </table>				<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
<input checked="" type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000				
Estimated Assets <table border="0"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>				<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion				
Estimated Liabilities <table border="0"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>				<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Lincoln Square Group, LLC	
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)			
Location Where Filed: - None -	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)			
Name of Debtor: - None -	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).	
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X Signature of Attorney for Debtor(s) _____ (Date) _____	
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.			
Information Regarding the Debtor - Venue (Check any applicable box)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____ (Name of landlord that obtained judgment)			
_____ (Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

B1 (Official Form 1)(1/08)

Voluntary Petition

(This page must be completed and filed in every case)

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney***X** /s/ Paul M. Bach

Signature of Attorney for Debtor(s)

Paul M. Bach 06209530

Printed Name of Attorney for Debtor(s)

Bach Law Offices

Firm Name

**1955 Shermer Road
Suite 150
Northbrook, IL 60062**

Address

Email: paul@bachoffices.com

(847) 564-0808 Fax: (847) 564-0985

Telephone Number

July 20, 2009

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ Denise Elizondo

Signature of Authorized Individual

Denise Elizondo

Printed Name of Authorized Individual

Member

Title of Authorized Individual

July 20, 2009

Date

Name of Debtor(s):

Lincoln Square Group, LLC**Signatures****Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person,or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
Northern District of Illinois

In re Lincoln Square Group, LLC

Debtor(s)

Case No.
Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Equity Trust Co FBO David J. Chally IRA 225 Burns Road Elyria, OH 44036	Equity Trust Co FBO David J. Chally IRA 225 Burns Road Elyria, OH 44036	Investor in Debtor		500,000.00
Matthew Kruger 16212 Gamay Plainfield, IL 60585	Matthew Kruger 16212 Gamay Plainfield, IL 60585	Investor in Debtor		273,158.00
John Tebrugge 146 Huntsman Drive Plano, IL 60545	John Tebrugge 146 Huntsman Drive Plano, IL 60545	Investor in Debtor		200,000.00
Mark T. Hickey 10665 Yankee Ridge Frankfort, IL 60423	Mark T. Hickey 10665 Yankee Ridge Frankfort, IL 60423	Investor in Debtor		182,979.00
John & Pamela Bahlenhorst 22412 SE 313th Place Black Diamond, WA 98010	John & Pamela Bahlenhorst 22412 SE 313th Place Black Diamond, WA 98010	Investor in Debtor		138,380.00
Tracy Thorsell 2863 Calle Esteban San Clemente, CA 92673	Tracy Thorsell 2863 Calle Esteban San Clemente, CA 92673	Investor in Debtor		125,000.00
Barbara Wells 800 S. Wells Unit 1002 Chicago, IL	Barbara Wells 800 S. Wells Unit 1002 Chicago, IL	Investor in Debtor		125,000.00
Patrick Walsh 15 Spinning Wheel Road Suite 417 Hinsdale, IL 60521	Patrick Walsh 15 Spinning Wheel Road Suite 417 Hinsdale, IL 60521	Investment in Debtor		100,000.00
Mark T. Burel Trustee The Burel Family Trust 3304 Beford Lane Germantown, TN 38139	Mark T. Burel Trustee The Burel Family Trust 3304 Beford Lane Germantown, TN 38139	Investor in Debtor		100,000.00
Charles E. Splon 403 Pottowatamie Court Oswego, IL 60543	Charles E. Splon 403 Pottowatamie Court Oswego, IL 60543	Investor in Debtor		100,000.00
Jeff & Karen Rittgarn 59 Burkhart Naperville, IL 60563	Jeff & Karen Rittgarn 59 Burkhart Naperville, IL 60563	Investor in Debtor		100,000.00

B4 (Official Form 4) (12/07) - Cont.

In re Lincoln Square Group, LLC

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Brad & Julie Duckett 3426 Stewart Road Oswego, IL 60543	Brad & Julie Duckett 3426 Stewart Road Oswego, IL 60543	Investor in Debtor		98,380.00
Patrick Walsh 15 Spinning Wheel Road Suite 417 Hinsdale, IL 60521	Patrick Walsh 15 Spinning Wheel Road Suite 417 Hinsdale, IL 60521	Investor in Debtor		60,000.00
Tebrugge Enginerring P.O. Box 38 Plano, IL 60545	Tebrugge Enginerring P.O. Box 38 Plano, IL 60545	Light Road Industrial Park Engineering and Final Plat Oct 2008 to April 2009		41,671.50
Professional Design Resources P.O. Box 34398 Memphis, TN 38184-0398	Professional Design Resources P.O. Box 34398 Memphis, TN 38184-0398	Design and final architectural drawing for Houston Levy Shopping Center which was not completed.		39,750.00
Alley Drywall, Inc. P.O. Box 966 Oswego, IL 60543	Alley Drywall, Inc. P.O. Box 966 Oswego, IL 60543	Remaining amount due or work completed on project in December 2008		38,329.25
Psenka Architects, Inc. 148 West Station Street Barrington, IL 60010	Psenka Architects, Inc. 148 West Station Street Barrington, IL 60010	Misc drawings for Jarius projects dating back to January 2009 and November 2008		29,583.20
Leo Froelich Construction Company 29 Stonehill Road Oswego, IL 60543	Leo Froelich Construction Company 29 Stonehill Road Oswego, IL 60543	Building was purchased in late 2008 but not completed due to financing		15,000.00
Walnut Components, Inc. 2100 N. Avenue Princeton, IL 61356	Walnut Components, Inc. 2100 N. Avenue Princeton, IL 61356	Building Roof Order in 2008 but never installed due to financing		12,800.00
Fisher & Arnold, Inc. P.O. Box 1000 Dept 533 Memphis, TN 38148-0533	Fisher & Arnold, Inc. P.O. Box 1000 Dept 533 Memphis, TN 38148-0533	Work relating to Houston Levy Project from 2007	Disputed	10,227.99

B4 (Official Form 4) (12/07) - Cont.

In re Lincoln Square Group, LLC

Debtor(s)

Case No. _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date July 20, 2009

Signature /s/ Denise Elizondo
Denise Elizondo
Member

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE A - REAL PROPERTY

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
Summer Grove Center, Bartlett, Tennessee-Structural steel with preenginerred roof with brick and block facade Retail Building. 93% leased	Fee simple	-	2,400,000.00	1,686,926.86
Horn Lake Village, Horn Lake MS-Preenginnered steel building with full masonry Exterior Retail Building-70% leased.	Fee Simple	-	2,200,000.00	1,687,303.97
Houston Levee, Memphis, TN-2.9 acres of vacant land for commercial development of a 27,000 square foot retail shopping center	Fee Simple	-	1,200,000.00	756,629.16
Horn Lake Outlot, Horn Lake, Mississippi-1.1 acres vacant land for commercial development	Fee Simple	-	385,000.00	194,476.81
Algonquin Professional Center, Algonquin, Illinois-Wood framed brick and stone facade structural truss roof. Unit 1303 sold and units 1309-1311 Leased	Fee Simple	-	1,200,000.00	615,000.00
Light Road Industrial Park, Oswego, Illinois 16.6 acres of development for an industrial subdivision consisting of 10 lots. Improvements completed in February 2009	Fee Simple	-	2,400,000.00	2,115,228.43
Sub-Total >				9,785,000.00
Total >				9,785,000.00
(Total of this page)				

0 continuation sheets attached to the Schedule of Real Property

(Report also on Summary of Schedules)

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODEBTOR H W J C	Husband, Wife, Joint, or Community		CONTINGENT X - -	UNLIQUIDATED X - -	DISPUTED X - -	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	Purchase Money Security Interest					
Account No.								
Davis Tractor & Machine 1360 Northwest Highway Azle, TX 76020	X -		Takeuchi TB145 HYD Excavtor s/n24513852					
		Value \$	30,000.00				30,768.91	768.91
Account No.								
Elbert Simmons 21 Settlers Lane Oswego, IL 60543	-		Second Mortgage Light Road Industrial Park, Oswego, Illinois 16.6 acres of development for an industrial subdivision consisting of 10 lots. Improvements completed in February 2009					
		Value \$	2,400,000.00				475,000.00	0.00
Account No.								
First Midwest Bank 50 N. Main Street Mount Prospect, IL 60056	X -		First Mortgage Algonquin Professional Center, Algonquin, Illinois-Wood framed brick and stone facade structural truss roof. Unit 1303 sold and units 1309-1311 Leased					
		Value \$	1,200,000.00				615,000.00	0.00
Account No.								
Representing: First Midwest Bank			First Midwest Bank PO Box 9003 Gurnee, IL 60031-9003					
		Value \$						
4	continuation sheets attached			Subtotal (Total of this page)			1,120,768.91	768.91

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTIN GENT	UNLI QUID DATE D	DISP UTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xxxx2722		Real Estate Taxes 2008 Horn Lake Village, Horn Lake MS-Preenginnered steel building with full masonry Exterior Retail Building-70% leased.					
Joey Treadway/Tax Collector 365 Losher Street Suite 110 Hernando, MS 38632	-	Value \$ 2,200,000.00				22,443.54	0.00
Account No. xxxx-2722		Real Estate Taxes 2007 Horn Lake Village, Horn Lake MS-Preenginnered steel building with full masonry Exterior Retail Building-70% leased.					
Joey Treadway/Tax Collector 365 Losher Street Suite 110 Hernando, MS 38632	-	Value \$ 2,200,000.00				21,789.85	0.00
Account No.		Real Estate Taxes 2008 Horn Lake Outlot, Horn Lake, Mississippi-1.1 acres vacant land for commercial development					
Joey Treadway/Tax Collector 365 Losher Street Suite 110 Hernando, MS 38632	-	Value \$ 385,000.00				6,000.00	0.00
Account No. xx4134		First Mortgage Summer Grove Center, Bartlett, Tennessee-Structural steel with preenginnered roof with brick and block facade Retail Building. 93% leased			X		
Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809	X -	Value \$ 2,400,000.00				1,686,926.86	0.00
Account No.		Kerry Shreffler 11301 Industriplex Blvd., Suite 3 Baton Rouge, LA 70809					
Representing: Pulaski Bank		Value \$					
Sheet 1 of 4 continuation sheets attached to Schedule of Creditors Holding Secured Claims		Subtotal (Total of this page)				1,737,160.25	0.00

In re Lincoln Square Group, LLC,
Debtor

Case No. _____

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTIN GENT	UNLI QUID DATE D	DISP UTE D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.							
Representing: Pulaski Bank		Morton & Germany 45 North Third Street Suite 201 Memphis, TN 38103					
		Value \$					
Account No.							
Representing: Pulaski Bank		Pulaski/Iberia Bank 7465 Popular Avenue Germantown, TN 38138					
		Value \$					
Account No. xx5089		First Mortgage Horn Lake Village, Horn Lake MS-Preenginnered steel building with full masonry Exterior Retail Building-70% leased.					
Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809	X -	Value \$ 2,200,000.00			X	1,643,070.58	0.00
Account No.							
Representing: Pulaski Bank		Kerry Shreffler 11301 Industriplex Blvd., Suite 3 Baton Rouge, LA 70809					
		Value \$					
Account No.							
Representing: Pulaski Bank		Morton & Germany 45 North Third Street Suite 201 Memphis, TN 38103					
		Value \$					
Sheet 2 of 4 continuation sheets attached to Schedule of Creditors Holding Secured Claims			Subtotal (Total of this page)			1,643,070.58	0.00

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODE H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Representing: Pulaski Bank			Pulaski/Iberia Bank 7465 Popular Avenue Germantown, TN 38138					
Value \$								
Account No. xxxxxxxx9153			First Mortgage					
Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809	X		Houston Levee, Memphis, TN-2.9 acres of vacant land for commercial development of a 27,000 square foot retail shopping center			X	756,629.16	0.00
Value \$			1,200,000.00					
Account No.								
Representing: Pulaski Bank			Kerry Shreffler 11301 Industriplex Blvd., Suite 3 Baton Rouge, LA 70809					
Value \$								
Account No.								
Representing: Pulaski Bank			Morton & Germany 45 North Third Street Suite 201 Memphis, TN 38103					
Value \$								
Account No.								
Representing: Pulaski Bank			Pulaski/Iberia Bank 7465 Popular Avenue Germantown, TN 38138					
Value \$								
Sheet 3 of 4 continuation sheets attached to Schedule of Creditors Holding Secured Claims				Subtotal (Total of this page)	756,629.16	0.00		

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	CONTIN GENT	UNLI QUID DATE TED	DISP UTED	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xx5591		First Mortgage Horn Lake Outlot, Horn Lake, Mississippi-1.1 acres vacant land for commercial development			X		
Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809	X -	Value \$ 385,000.00				188,476.81	0.00
Account No.							
Representing: Pulaski Bank		Kerry Shreffler 11301 Industriplex Blvd., Suite 3 Baton Rouge, LA 70809					
Value \$							
Account No.							
Representing: Pulaski Bank		Morton & Germany 45 North Third Street Suite 201 Memphis, TN 38103					
Value \$							
Account No.							
Representing: Pulaski Bank		Pulaski/Iberia Bank 7465 Popular Avenue Germantown, TN 38138					
Value \$							
Account No.		First Mortgage Light Road Industrial Park, Oswego, Illinois 16.6 acres of development for an industrial subdivision consisting of 10 lots. Improvements completed in February 2009			X		
West Suburban Bank 711 S. Westmore-Meyers Lombard, IL 60148	X -	Value \$ 2,400,000.00				1,640,228.43	0.00
Sheet 4 of 4 continuation sheets attached to Schedule of Creditors Holding Secured Claims		Subtotal (Total of this page)				1,828,705.24	0.00
		Total (Report on Summary of Schedules)				7,086,334.14	768.91

In re

Lincoln Square Group, LLC

Case No. _____

Debtor

SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

TYPES OF PRIORITY CLAIMS (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)

Domestic support obligations

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

Extensions of credit in an involuntary case

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

Wages, salaries, and commissions

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

Contributions to employee benefit plans

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

Certain farmers and fishermen

Claims of certain farmers and fishermen, up to \$5,400* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

Deposits by individuals

Claims of individuals up to \$2,425* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

Taxes and certain other debts owed to governmental units

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

Commitments to maintain the capital of an insured depository institution

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507 (a)(9).

Claims for death or personal injury while debtor was intoxicated

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

0 continuation sheets attached

In re Lincoln Square Group, LLC

Case No.

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Check this box if debtor has no creditors holding unsecured claims to report on this Schedule E.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.						
Algonquin/Lake in the Hills 1020 W. Algonquin Road Lake in the Hills, IL	-	Annual Fire Department Fee				316.00
Alley Drywall, Inc. P.O. Box 966 Oswego, IL 60543	-	Remaining amount due or work completed on project in December 2008				38,329.25
American International 850 Pratt Blvd Elk Grove Village, IL 60007	-					52.36
Aurora Blacktop, Inc. 1065 Sard Avenue Montgomery, IL 60538	-			X		175.00

6 continuation sheets attached

Subtotal
(Total of this page)

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONT INGENT	UN LI QU IDA TE D	DIS PUT ED	AMOUNT OF CLAIM
Account No.		Dickson & Hasenbalg 2000 West Galena Blvd Suite 305 Aurora, IL 60506				
Representing: Aurora Blacktop, Inc.						
Account No.		Investor in Debtor				
Barbara Wells 800 S. Wells Unit 1002 Chicago, IL	-					125,000.00
Account No.						
Bouldin & Associates P.O. Box 172025 Memphis, TN 38187-2025	-					2,000.00
Account No.		Investor in Debtor				
Brad & Julie Duckett 3426 Stewart Road Oswego, IL 60543	-					98,380.00
Account No.		Investor in Debtor				
Charles E. Splon 403 Pottowatamie Court Oswego, IL 60543	-					100,000.00
Sheet no. <u>1</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims		Subtotal (Total of this page)				325,380.00

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE DEBTOR H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONT INGENT	UN LI QU IDA TE D	DIS PUT ED	AMOUNT OF CLAIM
Account No.						
Dependable Plumbing, Inc. 10110 Clow Creek Drive Unit C Plainfield, IL 60585	-	7-10-08 Inv (3219) 325.00 6-01-08 Inv (3192) 990.00 2-01-08 Inv (3121) 70000.00				8,315.00
Account No.		Investor in Debtor				
Equity Trust Co FBO David J. Chally IRA 225 Burns Road Elyria, OH 44036	-					500,000.00
Account No.		Work relating to Houston Levy Project from 2007			X	
Fisher & Arnold, Inc. P.O. Box 1000 Dept 533 Memphis, TN 38148-0533	-					10,227.99
Account No.		Resolution Credit Adminstrators P.O. Box 40067 Memphis, TN 38174-0067				
Representing: Fisher & Arnold, Inc.						
Account No.		Repairs to Bartlett TN Building October 2008				
Greg Pilcher Construction 1836 Vanderhorn Drive Suite 1 Memphis, TN 38134	-					1,072.00
Sheet no. <u>2</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims		Subtotal (Total of this page)				519,614.99

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE DEBTOR H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Account No.						
Hufcor-Chicago, Inc 102 Fairbank Street Addison, IL 60101-3120	-	For work on project completed in December 2008				2,342.50
Account No.						
Jeff & Karen Rittgarn 59 Burkhardt Naperville, IL 60563	-	Investor in Debtor				100,000.00
Account No.						
John & Pamela Bahlenhorst 22412 SE 313th Place Black Diamond, WA 98010	-	Investor in Debtor				138,380.00
Account No.						
John Tebrugge 146 Huntsman Drive Plano, IL 60545	-	Investor in Debtor				200,000.00
Account No.						
Jones-Davis & Associates, Inc. 8849 Hamilton Road Southaven, MS 38671	-	For Professional Fees for Design for Outlot project				8,455.95
Sheet no. <u>3</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal (Total of this page)			449,178.45

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONT INGENT	UN LI QU IDA TE D	DIS PUT ED	AMOUNT OF CLAIM
Account No.						
Leo Froelich Construction Company 29 Stonehill Road Oswego, IL 60543	-	Building was purchased in late 2008 but not completed due to financing				15,000.00
Account No.						
Mark T. Burel Trustee The Burel Family Trust 3304 Beford Lane Germantown, TN 38139	-	Investor in Debtor				100,000.00
Account No.						
Mark T. Hickey 10665 Yankee Ridge Frankfort, IL 60423	-	Investor in Debtor				182,979.00
Account No.						
Matthew Kruger 16212 Gamay Plainfield, IL 60585	-	Investor in Debtor				273,158.00
Account No.						
Mutual Sales Corp 2447 West Belmont Avenue Chicago, IL 60618	-	Misc vynal base for project completed in January 2009				163.17
Sheet no. 4 of 6 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal (Total of this page)		571,300.17	

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE DEBTOR H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
Account No.		Investor in Debtor				
Patrick Walsh 15 Spinning Wheel Road Suite 417 Hinsdale, IL 60521	X -					60,000.00
Account No.		Investment in Debtor				
Patrick Walsh 15 Spinning Wheel Road Suite 417 Hinsdale, IL 60521	-					100,000.00
Account No.		Design and final architectural drawing for Houston Levy Shopping Center which was not completed.				
Professional Design Resources P.O. Box 34398 Memphis, TN 38184-0398	-					39,750.00
Account No.		Misc drawings for Jarius projects dating back to January 2009 and November 2008				
Psenka Architects, Inc. 148 West Station Street Barrington, IL 60010	-					29,583.20
Account No.		Roof repairs to Bartlett TN after storm in April 2009				
Roof Dudes of Memphis, LLC 4204 Sidlehill Olive Branch Olive Branch, MS 38654	-					325.00
Sheet no. <u>5</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims		Subtotal (Total of this page)				229,658.20

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	CODE H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	CONTINGENT	UNLIQUIDATED	DISPUTED	AMOUNT OF CLAIM
						Account No.
Security Builders Supply Co 10 Stonehill Road P.O. Box 0910 Oswego, IL 60543	-	Misc jobs completed from December 2008 to April 2009				8,659.00
Account No.		Interest allegedly due on invoices paid to date				171.72
Stone Design 598 Mitchell Rd Glendale Heights, IL 60139	-	Light Road Industrial Park Engineering and Final Plat Oct 2008 to April 2009				41,671.50
Account No.		Investor in Debtor				125,000.00
Tebrugge Enginerring P.O. Box 38 Plano, IL 60545	-	Building Roof Order in 2008 but never installed due to financing				12,800.00
Sheet no. <u>6</u> of <u>6</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims		Subtotal (Total of this page)				188,302.22
		Total (Report on Summary of Schedules)				2,322,306.64

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Amedisys, Inc and Amedisys Illinois 5959 S. Sherwood Forest Blvd Baton Rouge, LA 70816	Lease from 3/1/2009 to 2/28/2009 for 1301 S. Main Street, Algonquin, Illinois for Suite 1309-1311, Algonquin, Illinois for \$4,269.38 per month
Crown Trophy 6496 US Highway 70 Suite 105 Memphis, TN 38134	Lease from 10/1/2006 to 09/30/2009 for 1515 Square Fee for \$1,389 per month plus CAM
El Molino 6496 US Highway 70 Suite 102-103 Memphis, TN 38134	Lease from 10/1/06 to 09/30/2016 for 2400 square feet for \$2709 per month plus CAM
Fitness Premier 6498 US Highway 70 Memphis, TN 38134	Lease from 11/1/2006 to 1/31/2012 for 8850 square feet for \$10694 per month plus CAM
Fitness Premier of Horn Lake, MS 2996 Goodman Road Suite C-G Horn Lake, MS	Lease from April 1, 2007 to June 30, 2012 for 8800 Square feet for \$12267.00 per month including CAM
GMAC 15303 S. Saginaw Street Flint, MI 48502	Lease for Hummer
Newsom Healthcare, Inc. 2906 Goodman Road Suite 109 Horn Lake, MS	Lease from October 1, 2008 to December 31, 2013 for 1375 square feet for \$2,257.21 per month including CAM
SEG, Inc. 6496 US Highway 70 Suite 101 Memphis, TN 38134	Lease from 7/1/2007 to 06/30/2010 for 1200 square feet for \$1200 per month plus CAM
Tennessee Tint 6496 US Highway 70 Memphis, TN 38134	Lease for rental of 1200 square feet at \$1,150 per moth plus CAM

In re **Lincoln Square Group, LLC**

Case No. _____

Debtor

SCHEDULE H - CODEBTORS

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
Denise Elizondo 2300 Wolf Road Oswego, IL 60543	Davis Tractor & Machine 1360 Northwest Highway Azle, TX 76020
Philip and Denise Elizondo 2300 Wolf Road Oswego, IL 60543	Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809
Philip and Denise Elizondo 2300 Wolf Road Oswego, IL 60543	Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809
Philip and Denise Elizondo 2300 Wolf Road Oswego, IL 60543	Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809
Philip and Denise Elizondo 2300 Wolf Road Oswego, IL 60543	Pulaski Bank 200 West Congress Street Baton Rouge, LA 70809
Philip and Denise Elizondo 2300 Wolf Road Oswego, IL 60543	First Midwest Bank 50 N. Main Street Mount Prospect, IL 60056
Philip and Denise Elizondo 2300 Wolf Road Oswego, IL 60543	West Suburban Bank 711 S. Westmore-Meyers Lombard, IL 60148
Philip and Denise Elizondo 2300 Wolf Road Oswego, IL 60543	Patrick Walsh 15 Spinning Wheel Road Suite 417 Hinsdale, IL 60521

United States Bankruptcy Court
Northern District of Illinois

In re Lincoln Square Group, LLC

Debtor(s)

Case No.

Chapter

11

DECLARATION CONCERNING DEBTOR'S SCHEDULES

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Member of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of 21 sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date July 20, 2009Signature /s/ Denise Elizondo

Denise Elizondo
Member

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

United States Bankruptcy Court

Northern District of Illinois

In re Lincoln Square Group, LLC

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept.....	\$ <u>50,000.00</u>
Prior to the filing of this statement I have received.....	\$ <u>10,000.00</u>
Balance Due.....	\$ <u>40,000.00</u>

2. \$ 1,039.00 of the filing fee has been paid.

3. The source of the compensation paid to me was:

Debtor Other (specify):

4. The source of compensation to be paid to me is:

Debtor Other (specify):

5. I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Representation of the debtors in any dischargeability actions or any other adversary proceeding.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: July 20, 2009/s/ Paul M. Bach

Paul M. Bach 06209530
 Bach Law Offices
 1955 Shermer Road
 Suite 150
 Northbrook, IL 60062
 (847) 564-0808 Fax: (847) 564-0985
 paul@bachoffices.com

**United States Bankruptcy Court
Northern District of Illinois**

In re **Lincoln Square Group, LLC**

Debtor

Case No. _____

Chapter **11**

LIST OF EQUITY SECURITY HOLDERS

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
Denise Elizondo 27 Stonehill Road Unit D Oswego, IL 60543			Sole Member

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Member of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date July 20, 2009

Signature /s/ Denise Elizondo

**Denise Elizondo
Member**

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C §§ 152 and 3571.

0 continuation sheets attached to List of Equity Security Holders

**United States Bankruptcy Court
Northern District of Illinois**

In re Lincoln Square Group, LLC

Debtor(s)

Case No.

Chapter

11

VERIFICATION OF CREDITOR MATRIX

Number of Creditors: 46

The above-named Debtor(s) hereby verifies that the list of creditors is true and correct to the best of my (our) knowledge.

Date: July 20, 2009

/s/ Denise Elizondo

Denise Elizondo/Member
Signer/Title

Algonquin/Lake in the Hills
1020 W. Algonquin Road
Lake in the Hills, IL

Alley Drywall, Inc.
P.O. Box 966
Oswego, IL 60543

American International
850 Pratt Blvd
Elk Grove Village, IL 60007

Aurora Blacktop, Inc.
1065 Sard Avenue
Montgomery, IL 60538

Barbara Wells
800 S. Wells
Unit 1002
Chicago, IL

Bouldin & Associates
P.O. Box 172025
Memphis, TN 38187-2025

Brad & Julie Duckett
3426 Stewart Road
Oswego, IL 60543

Charles E. Splon
403 Pottowatamie Court
Oswego, IL 60543

Davis Tractor & Machine
1360 Northwest Highway
Azle, TX 76020

Denise Elizondo
2300 Wolf Road
Oswego, IL 60543

Dependable Plumbing, Inc.
10110 Clow Creek Drive
Unit C
Plainfield, IL 60585

Dickson & Hasenbalg
2000 West Galena Blvd
Suite 305
Aurora, IL 60506

Elbert Simmons
21 Settlers Lane
Oswego, IL 60543

Equity Trust Co FBO
David J. Chally IRA
225 Burns Road
Elyria, OH 44036

First Midwest Bank
50 N. Main Street
Mount Prospect, IL 60056

First Midwest Bank
PO Box 9003
Gurnee, IL 60031-9003

Fisher & Arnold, Inc.
P.O. Box 1000
Dept 533
Memphis, TN 38148-0533

GMAC
15303 S. Saginaw Street
Flint, MI 48502

Greg Pilcher Construction
1836 Vanderhorn Drive Suite 1
Memphis, TN 38134

Hufcor-Chicago, Inc
102 Fairbank Street
Addison, IL 60101-3120

Jeff & Karen Rittgarn
59 Burkhart
Naperville, IL 60563

Joey Treadway/Tax Collector
365 Losher Street Suite 110
Hernando, MS 38632

John & Pamela Bahlenhorst
22412 SE 313th Place
Black Diamond, WA 98010

John Tebrugge
146 Huntsman Drive
Plano, IL 60545

Jones-Davis & Associates, Inc.
8849 Hamilton Road
Southaven, MS 38671

Kerry Shreffler
11301 Industriplex Blvd., Suite 3
Baton Rouge, LA 70809

Leo Froelich Construction Company
29 Stonehill Road
Oswego, IL 60543

Mark T. Burel Trustee
The Burel Family Trust
3304 Beford Lane
Germantown, TN 38139

Mark T. Hickey
10665 Yankee Ridge
Frankfort, IL 60423

Matthew Kruger
16212 Gamay
Plainfield, IL 60585

Morton & Germany
45 North Third Street
Suite 201
Memphis, TN 38103

Mutual Sales Corp
2447 West Belmont Avenue
Chicago, IL 60618

Patrick Walsh
15 Spinning Wheel Road
Suite 417
Hinsdale, IL 60521

Philip and Denise Elizondo
2300 Wolf Road
Oswego, IL 60543

Professional Design Resources
P.O. Box 34398
Memphis, TN 38184-0398

Psenka Architects, Inc.
148 West Station Street
Barrington, IL 60010

Pulaski Bank
200 West Congress Street
Baton Rouge, LA 70809

Pulaski/Iberia Bank
7465 Popular Avenue
Germantown, TN 38138

Resolution Credit Adminstrators
P.O. Box 40067
Memphis, TN 38174-0067

Roof Dudes of Memphis, LLC
4204 Sidlehill Olivie Branch
Olive Branch, MS 38654

Security Builders Supply Co
10 Stonehill Road
P.O. Box 0910
Oswego, IL 60543

Stone Design
598 Mitchell Rd
Glendale Heights, IL 60139

Tebrugge Enginerring
P.O. Box 38
Plano, IL 60545

Tracy Thorsell
2863 Calle Esteban
San Clemente, CA 92673

Walnut Components, Inc.
2100 N. Avenue
Princeton, IL 61356

West Suburban Bank
711 S. Westmore-Meyers
Lombard, IL 60148

Disclosure Pursuant to 11 U.S.C. §527(a)(2)

You are notified:

1. All information that you are required to provide with a petition and thereafter during a case under the Bankruptcy Code is required to be complete, accurate, and truthful.
2. All assets and all liabilities are required to be completely and accurately disclosed in the documents filed to commence the case. Some places in the Bankruptcy Code require that you list the replacement value of each asset. This must be the replacement value of the property at the date of filing the petition, without deducting for costs of sale or marketing, established after a reasonable inquiry. For property acquired for personal, family, or household use, replacement value means the price a retail merchant would charge for property of that kind, considering the age and condition of the property.
3. The following information, which appears on Official Form 22, Statement of Current Monthly Income, is required to be stated after reasonable inquiry: current monthly income, the amounts specified in section 707(b)(2), and, in a case under chapter 13 of the Bankruptcy Code, disposable income (determined in accordance with section 707(b)(2)).
4. Information that you provide during your case may be audited pursuant to provisions of the Bankruptcy Code. Failure to provide such information may result in dismissal of the case under this title or other sanction, including criminal sanctions.

Date July 20, 2009

Signature /s/ Denise Elizondo
Denise Elizondo
Member

**IMPORTANT INFORMATION ABOUT BANKRUPTCY ASSISTANCE
SERVICES FROM AN ATTORNEY OR BANKRUPTCY PETITION
PREPARER.**

If you decide to seek bankruptcy relief, you can represent yourself, you can hire an attorney to represent you, or you can get help in some localities from a bankruptcy petition preparer who is not an attorney. THE LAW REQUIRES AN ATTORNEY OR BANKRUPTCY PETITION PREPARER TO GIVE YOU A WRITTEN CONTRACT SPECIFYING WHAT THE ATTORNEY OR BANKRUPTCY PETITION PREPARER WILL DO FOR YOU AND HOW MUCH IT WILL COST. Ask to see the contract before you hire anyone.

The following information helps you understand what must be done in a routine bankruptcy case to help you evaluate how much service you need. Although bankruptcy can be complex, many cases are routine.

Before filing a bankruptcy case, either you or your attorney should analyze your eligibility for different forms of debt relief available under the Bankruptcy Code and which form of relief is most likely to be beneficial for you. Be sure you understand the relief you can obtain and its limitations. To file a bankruptcy case, documents called a Petition, Schedules and Statement of Financial Affairs, as well as in some cases a Statement of Intention need to be prepared correctly and filed with the bankruptcy court. You will have to pay a filing fee to the bankruptcy court. Once your case starts, you will have to attend the required first meeting of the creditors where you may be questioned by a court official called a 'trustee' and by creditors.

If you choose to file a chapter 7 case, you may be asked by a creditor to reaffirm a debt. You may want help deciding whether to do so. A creditor is not permitted to coerce you into reaffirming your debts.

If you choose to file a chapter 13 case in which you repay your creditors what you can afford over 3 to 5 years, you may also want help with preparing your chapter 13 plan and with the confirmation hearing on your plan which will be before a bankruptcy judge.

If you select another type of relief under the Bankruptcy Code other than chapter 7 or chapter 13, you will want to find out what should be done from someone familiar with that type of relief.

Your bankruptcy case may also involve litigation. You are generally permitted to represent yourself in litigation in bankruptcy court, but only attorneys, not bankruptcy petition preparers, can give you legal advice.

Date July 20, 2009

Signature /s/ Denise Elizondo
Denise Elizondo
Member